

**Annual report and financial statements for the year ended  
31 March 2023**

## **Aster Treasury Plc**

Company registration number 8749672

# Aster Treasury Plc

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# Aster Treasury Plc

## Legal and administrative details

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<b>Registered office:</b>	Sarsen Court, Horton Avenue, Cannings Hill, Devizes, Wiltshire, SN10 2AZ								
<b>Legal status:</b>	<p>Aster Treasury Plc ("the company") is incorporated in England, United Kingdom under the Companies Act 2006 as a public limited company, limited by shares.</p> <p>Company registration number 8749672</p> <p>Aster Treasury Plc is a subsidiary of Aster Group Limited and a member of the Aster Group ("the group").</p>								
<b>Members of the board:</b>	<p>The directors of the company who were in office during the year and up to the date of signing the financial statements, unless otherwise indicated, are set out below.</p> <table><tr><td colspan="2"><b>Directors</b></td></tr><tr><td>Bjorn Howard</td><td>Group Chief Executive Officer</td></tr><tr><td>Chris Benn</td><td>Chief Financial Officer</td></tr><tr><td>Paul Morgan</td><td>Treasury Projects Executive</td></tr></table>	<b>Directors</b>		Bjorn Howard	Group Chief Executive Officer	Chris Benn	Chief Financial Officer	Paul Morgan	Treasury Projects Executive
<b>Directors</b>									
Bjorn Howard	Group Chief Executive Officer								
Chris Benn	Chief Financial Officer								
Paul Morgan	Treasury Projects Executive								
<b>Company Secretary:</b>	David Betteridge								
<b>Independent Auditor:</b>	<p>KPMG LLP Gateway House Tollgate Chandler's Ford Eastleigh SO53 3TG</p>								
<b>Principal Banker:</b>	<p>Bank of New York Mellon, London Branch One Canada Square London E14 5AL</p>								
<b>Principal Solicitor:</b>	<p>Trowers and Hamblins 3 Bunhill Row London EC1Y 8YZ</p>								
<b>Financial Adviser:</b>	<p>Chatham Financial Europe Ltd 12 St. James Square London SW1Y 4LB</p>								

# Aster Treasury Plc

## Strategic Report

### Activities and performance

The company's principal activity is to raise external debt to finance the growth and development activities of the group and its subsidiaries. During the year ended 31 March 2023 the company's activities were the issue of £50 million of guaranteed fixed rate secured debt, the payment of interest on its current debt and the receipt of interest on its on-lending to group companies Aster Group Limited, Aster Communities, Aster 3 Limited, Synergy Housing Limited and East Boro Housing Trust Limited.

Aster Treasury Plc is a subsidiary of Aster Group Limited and has authorised and issued share capital of 50,000 ordinary £1 shares.

### Historical debt raised

On 18 December 2013, the company successfully issued £250 million guaranteed fixed rate secured bonds, secured on charged properties of which £50 million was retained. The bonds are denominated in Sterling and mature on 18 December 2043 at a fixed coupon rate at 4.5% payable half-yearly in arrears. The bonds are listed on the London Stock Exchange. The retained bonds, deferred from the original transaction, were later issued in the year ended 31 March 2015.

On 16 May 2018, the existing bond was tapped for £200 million 4.5% guaranteed fixed rate secure bonds of which £150 million was retained. The first £50 million nominal value was issued on 16 May 2018 with proceeds on-lent to Aster Communities. On the 18 November 2018 a further £20 million nominal value was issued with £10 million proceeds on-lent to Aster Communities and £10 million proceeds on-lent to Synergy Housing Limited.

On 8 May 2019 a further £20 million nominal value was issued with £20 million proceeds on-lent to Aster Group Limited. On 15 January 2020 a further £20 million nominal value was issued with £10 million proceeds on-lent to Aster Group Limited and £10 million proceeds on-lent to Synergy Housing Limited.

On 10 and 21 July 2020 the Company issued Commercial Paper under the Bank of England's Covid Corporate Financing Facility (CCFF). On 10 July 2020 £50 million was issued at a rate of 0.243%, which matured on 19 March 2021, and on 21 July 2020 a second £50 million was issued at a rate of 0.209% which matured on 20 July 2021. This second £50 million was on-lent to Aster Communities.

On 15 January 2021 the company launched a £1 billion Guaranteed Secured Euro Medium Term Note (EMTN) Programme and issued its first note under that programme on 27 January 2021. £250 million was issued with a maturity of 27 January 2036 at a fixed interest rate of 1.405%, secured on charged properties, of which £50 million was retained for future issue. £100 million was on-lent to Aster Communities, £50 million to Synergy Housing Limited, £40 million to Aster 3 Limited and £10 million to East Boro Housing Trust Limited, all fully owned subsidiaries of Aster Group Limited. On 22 July 2022 a further £50 million nominal value of the guaranteed fixed rate secured bonds maturing on 18 December 2043 was issued, with £40 million proceeds on-lent to Aster Group Limited and £10 million proceeds on-lent to Synergy Housing Limited.

On 31 March 2023, the company held £40 million of retained guaranteed fixed rate secured bonds available for issue, and £50 million of guaranteed secured notes available for issue.

In summary the debt in place at 31 March 2023 was as follows:

Issue date	Nominal value £m	Fixed rate	Effective rate*	
<b>2043 Bonds</b>				
18 December 2013	200	4.5%	4.7%	
31 October 2014	17	4.5%	4.3%	
11 March 2015	33	4.5%	3.8%	
16 May 2018	50	4.5%	3.4%	
18 November 2018	20	4.5%	3.5%	
08 May 2019	20	4.5%	2.9%	
15 January 2020	20	4.5%	2.2%	
22 July 2022	50	4.5%	4.2%	
Total	<u>410</u>	<u>4.5%</u>	<u>4.1%</u>	weighted average
<b>2036 Medium Term Notes</b>				
27 January 2021	<u>200</u>	<u>1.4%</u>	<u>1.5%</u>	
<b>Total</b>	<u><u>610</u></u>			

\* The effective interest rate includes the issue costs incurred.

The proceeds of £610 million were on-lent to Aster Group Limited, Aster Communities, Aster 3 Limited, Synergy Housing Limited and East Boro Housing Trust Limited. Aster Group Limited guarantees the timely payment of principal and interest by the company.

Under the terms of the intercompany loan agreements Aster Group Limited, Aster Communities, Aster 3 Limited, Synergy Housing Limited and East Boro Housing Trust Limited to the extent of their loan agreement with any individual external debt instrument are required to reimburse the company for all expenditure incurred in respect of the external debt.

# Aster Treasury Plc

## Strategic Report (continued)

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### Historical debt raised (continued)

The main risk to the company is the non-timely payment of interest and principal to investors under the external debt documentation. Interest and principal received is mainly derived from interest and principal payments from Aster Group Limited, Aster Communities, Aster 3 Limited, Synergy Housing Limited and East Boro Housing Trust Limited. The Company monitors Aster Group Limited, Aster Communities, Aster 3 Limited, Synergy Housing Limited and East Boro Housing Trust Limited to ensure they have sufficient cash to meet the timely payment of interest and principal.

Given the nature of the company, the directors are of the opinion that no additional key performance indicators are necessary to understand the development, performance and position of the company. As the company provides lending to other members of the group, its performance is dependent on that of the group. The group's key performance indicators are outlined in the group's consolidated financial statements.

The principal assets and liabilities of the company represent the proceeds of external debt, net of repayments made at maturity, of £610 million, matched by the on-lending to Aster Group Limited, Aster Communities, Aster 3 Limited, Synergy Housing Limited and East Boro Housing Trust Limited. Accrued interest payable of £5.7 million (2022: £5.1 million) is matched by accrued interest receivable from those subsidiaries.

The company does not have any business or activities other than those incidental to the financing of the group.

The directors do not anticipate any changes in the company's activities in the foreseeable future.

### Future plans of the business

Further proceeds from the sale of the company's retained bonds and retained notes will be on-lent to the group's registered providers of social housing (Aster Communities, Synergy Housing Limited, Aster Group Limited, Aster 3 Limited, East Boro Housing Trust and Central and Cecil Housing Trust) as required.

The directors intend to keep the business as a vehicle to raise external capital markets debt to finance the growth and development activities of the group and its subsidiaries.

### Analysis of employees

There are no direct employees of the company. The board directors are listed on page 1.

### Directors' remuneration

None of the directors received remuneration from the company. Full details for the group's directors and executive management team are disclosed in the directors' remuneration report included in the group's consolidated financial statements.

### Value for Money (VfM) - Aster group

Value for Money is recorded, and accordingly disclosures, are on a group basis of which Aster Treasury Plc is part of.

The housing sector continues to experience the effects of economic uncertainty, including the ongoing impact of Brexit, the pandemic, and the war in Ukraine. These have contributed to a significantly challenging operating environment, further exacerbated by rising costs due to high inflation, interest rate increases, and labour shortages. As mentioned above, the cost-of-living crisis emanating from these shocks has also placed significant pressure on our customers and on our income streams, most notably through the 7% rent cap. In Aster, the rent cap has removed circa £650 million from our long-term financial plan, at a time of increased focus on the quality of social housing, building safety, and consumer regulation.

In spite of these challenges, the Aster Group remain committed to achieving best value for money, while continuing to prioritise quality, safety and excellent customer service. We believe value for money is about delivering social, financial, and environmental value across everything we do, underpinned by being effective in how we plan, manage and operate our business.

Over the past year, we have undertaken several strategic projects to reinforce this approach, including a Corporate Strategy review and a Governance review.

### Governance

Our G1 rating indicates that our governance processes are sound and we are getting value for money from the investment we make in our governance, risk and assurance frameworks. Our internal governance framework provides assurance through various mechanisms which are monitored and scrutinised by the Aster Treasury Plc Board, the Aster Group Board, our Corporate Performance and People Panel (CPPP), Group Investment and Assets Panel and through our Customer Experience Panel.

Equally, we recognise that our Group has grown over the past three years, expanding the coverage of our governance, risk and assurance frameworks. We therefore conducted an organisation wide governance review during 2022/23 to ensure our structures and processes remain both fit for purpose and sustainable for the future.

# Aster Treasury Plc

## Strategic Report (continued)

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### Value for Money (VfM) - Aster group (continued)

#### Governance review (continued)

The review concluded that strong governance arrangements are in place, working effectively, and demonstrating a strong focus on social value and customer focus. Areas for further refinement include balancing good governance with agility and pace and ensuring continued connectivity between all elements of the governance structure. The outcomes from the review will be implemented during 2023/24.

#### Corporate Strategy

Value for money forms a central part of our business and organisational culture. We believe our Corporate Strategy – first devised in 2021 – reflects this and continues to be fit for purpose. Over recent months we have taken the opportunity to review and articulate the long-term Strategic Priorities that will guide delivery of our strategy over the next seven years, with a new Corporate Plan framework being devised to capture how we prioritise our activity in the shorter-term.

Through our treasury and business planning processes we understand our future financial requirements, ensuring funding can be effectively put in place to help us deliver our Corporate Strategy. We're always looking to make best use of our capacity – analysing risks through scenario testing – by maximising borrowing and effectively utilising security whilst also maintaining credit strength. Achieving value for money is embedded in our capital and treasury structure. This is augmented by appropriate funding structures to achieve interest cost savings, which are crucially then reinvested in maintenance and new developments.

Full details are disclosed within the group's consolidated financial statements.

#### Financial risk management

The group's treasury function is responsible for the management of funds and the control of the associated risks. Its activities are governed by the group's Treasury Committee which is responsible for the treasury issues of all group legal entities and reports to the group board. The following financial risks have been identified:

##### a) Interest rate risk

The company has no exposure to interest rate risk as all amounts owed to external debt holders are at a fixed rate of interest, as is the interest receivable due from fellow group companies on amounts on-lent to them.

##### b) Liquidity risk

Liquidity risk is the risk that the company might be unable to meet its interest payment obligations to external debt holders. The company is dependent on the receipt of interest from the fellow group companies who were on-lent the debt proceeds. The directors consider the liquidity risk to be very low given the fellow group companies are Registered Providers of social housing, have a good cash generative ability and a strong asset base. Liquidity risk is mitigated by the monitoring of the cash held by Aster Communities, Aster 3, Synergy Housing Limited, Aster Group Limited and East Boro Housing Trust Limited to ensure they hold sufficient cash to meet the timely payments of interest and principal.

##### c) Credit risk

In January 2036 and December 2043 the company is dependent on the repayment of the original principal amount of funds on-lent to fellow group undertakings in order to meet its contractual obligations under the EMTN and bond agreements respectively. The funds on-lent are secured by fixed charges over specified charged assets of the relevant on-lending parties. In addition, and as explained above, the fellow group companies are Registered Providers of housing, have a good cash generative ability and a strong asset base.

#### Risk Management and Internal Control

The board is ultimately responsible for maintaining sound risk management and internal control systems (including financial controls, controls in respect of the financial reporting process and controls of an operational and compliance nature).

The group's internal control systems are implemented and reviewed for effectiveness on a group-wide basis, covering the group and its subsidiaries. The risk management systems and internal control systems are designed to meet the group's needs and to manage the risks to which it is exposed. This system of internal control is designed to manage rather than eliminate the risk of failure to achieve business objectives and can only provide reasonable but not absolute assurance against material misstatement or loss.

Risk oversight is the Board's responsibility, with the Group Risk & Compliance Committee undertaking a more detailed review of risks that might adversely affect the business' strategy, operations and legislative compliance. The Group Treasury Committee ensures that risks to the financial viability of the group are managed in accordance with the Treasury Management Policy.

Managing risk is fundamental if the group is to protect its viability and deliver its strategic ambitions. It has embedded a risk management culture that identifies and mitigates current and emerging risks whilst exploring potential opportunities arising from new events. The board confirms that there is an on-going process in place for identifying, evaluating and managing the principal risks faced by the group.

# Aster Treasury Plc

## Strategic Report (continued)

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### Corporate and social responsibility

As part of the Aster group, Aster Treasury plc continues to embrace and embed the Aster Group Culture.

#### Culture - Aster Group

Running through the heart of our operations and delivery plans is the culture we foster at Aster Group. The Aster Way – our values and behavioural framework – continues to guide the way we work and the culture we seek to create.

We encourage our people to have open and honest conversations and to work together restoratively. This Restorative Practice continues to embed as the basis of The Aster Way and have a positive impact.

We know that a more open, diverse and inclusive culture will unlock a more varied perspective, creating a better environment for our customers and colleagues. As such, we have developed a strategic plan setting out our commitments which are supported by our Diversity and Inclusion (D&I) principles. These different schools of thought will empower us to have the courage to do things differently. To achieve this, we have introduced diversity and inclusion principles that apply across our whole business. We're participating in Board diversity and neurodiversity training programmes, and have created LGBTQ+, gender, race and heritage, disability confident and carers colleague networks to help make sure a diverse range of perspectives can inform and shape the way we work.

#### Environmental Management - Energy efficiency in action

As part of the group, Aster Treasury Plc, is acutely aware of the responsibility we have, to work in a conscious way to reduce the impact on our natural environment.

During 2022/23 we continued to adopt a 'virtual first' approach to working for non-trade colleagues, reducing the need for employees to travel for business purposes. Our Grey fleet mileage was 40.9% lower in 2022/23 compared to the pre-pandemic baseline year of 2019/20.

We continued to make sure our office space was used efficiently and building controls optimised to match occupancy rates. Last year, energy consumption at our offices was 37.4% lower last year than pre-pandemic (2019/20). We've invested in stock energy modelling software to establish delivery programmes to meet our target of all stock to meet EPC C by 2030 and shape our longer-term carbon and energy reduction targets.

Looking ahead we're going to further developing our sustainability roadmap, shaping our long-term carbon emissions reduction targets for both our operations and our housing stock; continue to rationalise office space to ensure it meets the needs of the business whilst further promoting virtual working and increasing the flexible working options for our colleagues; conducting pilots to evaluate alternative heating options for properties currently heated by coal and oil and enhance our planned investment programmes to futureproof our homes.

Full details of the group's Energy and Carbon Reporting are disclosed within the group's consolidated financial statements.

Signed on behalf of the board



**Paul Morgan**  
Director  
3 August 2023

# Aster Treasury Plc

## Directors' Report

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The directors submit their Report and Annual Financial Statements for the year ended 31 March 2023.

The directors' report comprises pages 6 to 9 of this report. Some of the matters required by legislation have been included in the Strategic Report (pages 2 to 5) as the directors consider them to be of strategic importance. In particular these are:

- future business developments; and
- financial risks.

### Directors

The directors, who served during the year and up to the date of signing the financial statements are set out on page 1. None of the directors held, at any time during the year, any beneficial interest in the shares of the company.

### Directors' indemnities

Aster Treasury Plc is a subsidiary of the Aster Group Limited which has made qualifying third party indemnity provisions for the benefits of its directors and officers (which extend to the performance of any duties as a director or officer of an associated company or subsidiary). The provisions have been in place throughout the year and remain in force at the date of this report.

### Results and dividends

The result for the financial year to 31 March 2023 was £nil (2022: £nil). The directors do not recommend the payment of a dividend.

### Going concern

The financial statements have been prepared on a going concern basis which the directors consider to be appropriate for the following reasons.

The directors have prepared cash flow forecasts covering a period of at least 12 months from the date of approval of these financial statements (the going concern period) which indicate that, taking account of severe but plausible downsides, the Company will have sufficient funds to meet its liabilities as they fall due for that period.

In order to settle its own financial obligations and meet the compliance requirements of its external borrowings the Company is dependent on the fellow group entities, Aster Communities, Synergy Housing Limited, Aster 3 Limited, East Boro Housing Trust Limited and Aster Group Limited generating sufficient cashflows to settle the payments of principal and interest on the onward loan of the funding which the Company raised. Those forecasts are dependent on the fellow group entities having adequate resources to continue in business over the going concern assessment period.

The directors, after reviewing the group and company budgets for 2023/24 and the group's medium term financial position as detailed in the 30-year business plan, including changes arising from the Covid-19 pandemic, are of the opinion that, taking account of severe but plausible downsides, the company will have sufficient funds to meet its liabilities as they fall due over the going concern period. In reaching this conclusion, the directors have considered the following factors:

- The property market – budget and business plan scenarios have taken account of delays in handovers, lower numbers of property sales, reductions in sales values and potential conversion of market sale to social homes;
- Maintenance costs – budget and business plan scenarios have been modelled to take account of cost increases and delays in
- Maintenance expenditure, with major works being phased into future years;
- Rent and service charge receivable – arrears and bad debts have been increased to allow for customer difficulties in making payments and
- Budget and business plan scenarios to take account of potential future reductions in rents;
- Liquidity – current available cash and unutilised loan facilities across the group of £313 million which gives significant headroom for committed expenditure and other forecast cash flows over the going concern assessment period;
- The Group's ability to withstand other adverse scenarios such as higher interest rates and increases in the number of void properties.

The directors believe the group has sufficient funding in place and expect the group to be in compliance with its debt covenants even in severe but plausible downside scenarios.

Consequently, the directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.



# Aster Treasury Plc

## Directors' Report (continued)

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### Viability Statement

The directors have assessed the viability of Aster Treasury Plc and have selected a period of seven years for the assessment.

Aster Treasury Plc was set up to hold a long term bond and on-lend within the group to finance the growth and development activities of the group and its subsidiaries. The bond matures in 20 years.

The group has a development programme that runs for a rolling seven-year period. This programme forms the basis of the group's financial plan that covers the seven year period and is then extrapolated over a further 23 years, resulting in a 30 year plan. For these reasons the group uses a seven-year strategic planning cycle and the directors have determined that seven years is also an appropriate period over which to provide its viability statement.

The financial plan considers the group's future financial stability, property development strategy and the viability of future expense reduction programmes by measuring the operating margin, exposure to the property market, asset cover, interest cover and net worth ratios over the seven-year period.

The interest cover and net worth ratios are the prominent covenants the group has in its bank loan agreements. These ratios are used as the basis for a full suite of multi-variate stress testing over the life of the plan on a number of realistic, market relevant scenarios.

Based on the results of this analysis, the directors confirm that they have a reasonable expectation that the group will be able to continue in operation and meet its liabilities as they fall due over the next seven years.

### Reduced reporting disclosures

Section 1.12 of FRS 102 allows subsidiaries to take advantage of certain disclosure exemptions in their financial statements. The following exemptions have been taken:

- a) A Statement of Cash Flows as outlined in section 7 of FRS 102;
- b) The detailed disclosures of financial instruments, carrying values, terms and conditions and hedging relationships outlined in paragraph 11.41, 11.42, 11.44, 11.45, 11.48, 12.27, 12.29 and 12.29A of FRS 102;
- c) The requirement to disclose key management personnel compensation outlined in paragraph 33.7 of FRS 102; and
- d) The requirement to disclose related party transactions outlined in paragraph 33.11 of FRS 102.

Aster Treasury Plc has taken advantage of the above exemptions this year. A full set of disclosures are included in the group's consolidated financial statements.

### Independent Auditor

Aster Treasury Plc has delegated the responsibility for appointing external auditor to the group, and as such a resolution to reappoint KPMG LLP as external auditor, will be proposed at the forthcoming annual general meeting.

### Attendance at board meetings

#### Aster Treasury Plc

Bjorn Howard  
Chris Benn  
Paul Morgan

	Total	Possible*	%
Bjorn Howard	0	1	0
Chris Benn	1	1	100
Paul Morgan	1	1	100

# Aster Treasury Plc

## Directors' Report (continued)

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### Statement of Directors' responsibilities in respect of the Strategic Report, the Directors' Report and the Financial Statements

The directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

The Board is responsible for the maintenance and integrity of the corporate and financial information included on the association's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions

### Responsibility statement of the directors in respect of the annual financial report

We confirm that to the best of our knowledge:

- the financial statements, prepared in accordance with the applicable set of accounting standards, give a true and fair view of the assets, liabilities, financial position and profit or loss of the company; and
- the strategic report includes a fair review of the development and performance of the business and the position of the issuer, together with a description of the principal risks and uncertainties that they face.

### Disclosure of information to the auditor

So far as the board is aware, there is no relevant information of which the group's auditor is unaware. The board has taken all reasonable steps that ought to have been taken to make itself aware of any relevant audit information, and to establish that the group's auditor is aware of that information.

The Directors' Report was approved by the board and signed on its behalf by:



**Paul Morgan**  
Director  
3 August 2023

# Independent Auditor's report to the members of Aster Treasury Plc

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## 1 Our opinion is unmodified

We have audited the financial statements of Aster Treasury Plc ("the Company") for the year ended 31 March 2023 which comprise the Statement of Income and Retained Earnings, Statement of Financial Position and the related notes, including the accounting policies in note 3.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2023 and of its result for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

## Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

We were first appointed as auditor by the directors on 6 March 2018. The period of total uninterrupted engagement is for the 6 financial years ended 31 March 2023. We have fulfilled our ethical responsibilities under, and we remain independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard as applied to listed public interest entities. No non-audit services prohibited by that standard were provided.

## 2 Key audit matters: our assessment of risks of material misstatement

Key audit matters are those matters that, in our professional judgement, were of most significance in the audit of the financial statements and include the most significant assessed risks of material misstatement (whether or not due to fraud) identified by us, including those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of the engagement team. We summarise below the key audit matter (unchanged from 2022) in arriving at our audit opinion above, together with our key audit procedures to address that matter and, as required for public interest entities, our results from those procedures. This matter was addressed, and our results are based on procedures undertaken, in the context of, and solely for the purpose of, our audit of the financial statements as a whole, and in forming our opinion thereon, and consequently are incidental to that opinion, and we do not provide a separate opinion on this matter.

### Recoverability of Long-Term Debtors

Debtors (amounts falling due after more than one year) £635m (2022: £583m)  
Refer to page 15 (accounting policy) and page 17 (financial disclosures).

#### The risk – low risk high value

The Company's primary activity is to issue bonds, source investor financing and on-lend to the Parent and fellow subsidiaries. It therefore has long term liabilities which relate to the bonds issued and long-term intercompany debtors which relate to the loans provided to the Parent and fellow subsidiaries.

The carrying amount of the long-term intercompany debtor balance represents 99% of the Company's total assets. Their recoverability is not at a high risk of significant misstatement or subject to significant judgement. However, due to their materiality in the context of the Company financial statements, this is considered to be the area that had the greatest effect on our overall Company audit.

Whilst financial income and financial expenses are recognised during the loan period, the risk mainly stems from the expectation of the ability of the Parent to repay the loan in 20 years.

#### Our response

We performed the tests below rather than seeking to rely on any of the Company's controls because the nature of the balance is such that we would expect to obtain audit evidence primarily through the detailed procedures described.

Our procedures included:

- I. **Tests of detail:** Assessing 100% of intercompany long-term debtors owed by the Parent and fellow subsidiaries (2022: 100%) to identify, with reference to the Parent and fellow subsidiaries financial draft balance sheet, whether they had a positive net asset value and therefore coverage of the debt owed.
- II. **Assessment of Parent and fellow subsidiaries:** Assessing the work performed by the Group audit team, and considering the results of that work, on those net assets. This included assessment of the fair value headroom available on those net assets, and therefore the ability of the Parent and fellow subsidiaries to fund repayment of the receivable. We critically assessed the directors' going concern assessment, including the reasonableness of the key assumptions used by the Group in its cash flow forecasts and the level of downside sensitivities applied.

#### Our results:

We found the Company's assessment of the recoverability of the long-term debtor balance to be acceptable (2022 result: acceptable).

## 3 Our application of materiality and an overview of the scope of our audit

Materiality for the financial statements as a whole was set at £6.4m (2022: £5.8m), determined with reference to a benchmark of total assets, of which it represents 1% (2022: 1%).

In line with our audit methodology, our procedures on individual account balances and disclosures were performed to a lower threshold, performance materiality, so as to reduce to an acceptable level the risk that individually immaterial misstatements in individual account balances add up to a

# Independent Auditor's report to the members of Aster Treasury Plc

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material amount across the financial statements as a whole.

Performance materiality was set at 75% (2022: 75%) of materiality for the financial statements as a whole, which equates to £4.8m (2022: £4.35m).

We applied this percentage in our determination of performance materiality because we did not identify any factors indicating an elevated level of risk.

We agreed to report to the Audit Committee any corrected or uncorrected identified misstatements exceeding £0.32m, in addition to other identified misstatements that warranted reporting on qualitative grounds.

Our audit of the Company was undertaken to the materiality level specified above and was performed by a single audit team

## 4 Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Company or to cease its operations, and as they have concluded that the Company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the Company's business model and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period.

The risk that we considered most likely to adversely affect the Company's available financial resources over this period was:

- Recoverability of long-term debtors

We considered whether these risks could plausibly affect the liquidity in the going concern period by assessing the Directors' sensitivities over the level of available financial resources indicated by the Company's financial forecasts taking account of severe, but plausible adverse effects that could arise from this risk.

Our procedures are also inherently linked with our key audit matter in relation to the recoverability of the long-term debtor; as the parent and fellow subsidiaries inability to meet their obligation to the Company would result in the inability of the Company to meet its own obligations as they fall due. Consequently, our procedures noted above took into account the financial forecasts of the Group.

We assessed the completeness of the going concern disclosure.

Our conclusions based on this work:

- we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for the going concern period; and
- we found the going concern disclosure in note 2 to be acceptable.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the Company will continue in operation.

## 5 Fraud and breaches of laws and regulations – ability to detect

### *Identifying and responding to risks of material misstatement due to fraud*

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- Enquiring of board, the audit committee and internal audit as to the Company's high-level policies and procedures to prevent and detect fraud, including the internal audit function, and the Company's channel for whistleblowing channels, as well as whether they have knowledge of any actual, suspected or alleged fraud.

# Independent Auditor's report to the members of Aster Treasury Plc

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- Reading Board and audit committee minutes.
- Using analytical procedures to identify any unusual or unexpected relationships.

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the audit.

As required by auditing standards, and taking into account our overall knowledge of the control environment, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because there are no revenue transactions.

We did not identify any additional fraud risks.

We performed procedures including the identification of journal entries and other adjustments to test based on risk criteria and comparing the identified entries to supporting documentation. These included unusual combinations of journal posting to cash, journal entries made to unrelated accounts and post close journals.

## *Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations*

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience, and through discussion with the directors and other management (as required by auditing standards) and from inspection of the Company's regulatory and legal correspondence; and discussed with the directors and other management the policies and procedures regarding compliance with laws and regulations.

As the Company is regulated, our assessment of risks involved gaining an understanding of the control environment including the entity's procedures for complying with regulatory requirements.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

The Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation and taxation legislation, and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Whilst the Company is subject to many other laws and regulations, we did not identify any others where the consequences of non-compliance alone could have a material effect on amounts or disclosures in the financial statements.

## *Context of the ability of the audit to detect fraud or breaches of law or regulation*

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

## **6 We have nothing to report on the strategic report and the directors' report**

The directors are responsible for the strategic report and the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

## **7 We have nothing to report on the other matters on which we are required to report by exception**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or

# Independent Auditor's report to the members of Aster Treasury Plc

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- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or

We have nothing to report in these respects.

## **8 Respective responsibilities**

### ***Directors' responsibilities***

As explained more fully in their statement set out on page 8, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

### ***Auditor's responsibilities***

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities).

## **9 The purpose of our audit work and to whom we owe our responsibilities**

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.



**Harry Mears (Senior Statutory Auditor)**  
**for and on behalf of KPMG LLP, Statutory Auditor**  
Chartered Accountants  
Gateway House  
Tollgate  
Chandlers Ford  
Eastleigh  
SO53 3TG

Date : 11 August 2023

# Aster Treasury Plc

## Statement of Income and Retained Earnings

for the year ended 31 March 2023

	Note	2023 £000	2022 £000
Turnover		-	-
Operating expenditure		-	-
<b>Operating profit</b>	<b>5</b>	<u>-</u>	<u>-</u>
Interest receivable and similar income	7	19,714	18,307
Interest payable and similar charges	7	<u>(19,714)</u>	<u>(18,307)</u>
<b>Net finance expense</b>		-	-
<b>Profit before taxation</b>		<u>-</u>	<u>-</u>
Tax on profit	8	-	-
<b>Profit for the year and Total Comprehensive Income</b>		<u><u>-</u></u>	<u><u>-</u></u>
<b>Profit and loss account as at 1 April</b>		-	-
Total profit for the financial year		-	-
<b>Profit and loss account as at 31 March</b>		<u><u>-</u></u>	<u><u>-</u></u>

All activities in the current year and prior year are continuing.

# Aster Treasury Plc

## Statement of Financial Position

as at 31 March 2023

	Note	2023 £000	2022 £000
<b>Non-current assets</b>			
Debtors: amounts falling due after more than one year	9	634,759	583,069
<b>Current assets</b>			
Debtors: amounts falling due within one year	9	5,710	5,079
Cash and cash equivalents	10	27	26
		<u>5,737</u>	<u>5,105</u>
<b>Creditors: amounts falling due within one year</b>	11	<b>(5,706)</b>	<b>(5,077)</b>
<b>Net current assets</b>		<u>31</u>	<u>28</u>
<b>Non current liabilities</b>			
Creditors: amounts falling due after more than one year	12	(634,740)	(583,047)
<b>Net assets</b>		<u>50</u>	<u>50</u>
<b>Capital and reserves</b>			
Called up share capital	14	50	50
Profit and loss account		-	-
<b>Total equity</b>		<u>50</u>	<u>50</u>

The financial statements on pages 12 to 20 were approved and authorised for issue by the board on 3 August 2023 and were signed on its behalf by:



**Paul Morgan**  
Director

Company registration number 8749672



# Aster Treasury Plc

## Notes to the Financial Statements

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### 1 Legal status

Aster Treasury Plc is incorporated in England, United Kingdom under the Companies Act 2006 as a public limited company, limited by shares. The address of its registered office is Sarsen Court, Horton Avenue, Cannings Hill, Devizes, Wiltshire, SN10 2AZ.

### 2 Basis of preparation

The company is incorporated under the Companies Act 2006 as a public limited company. The financial statements of the company have been prepared in accordance with the Companies Act 2006 and applicable United Kingdom accounting standards, including Financial Reporting Standard 102 - "The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland" (FRS102).

The financial statements are presented in Sterling (£).

#### Going Concern

The financial statements have been prepared on a going concern basis which the directors consider to be appropriate for the following reasons.

The directors have prepared cash flow forecasts covering a period of at least 12 months from the date of approval of these financial statements (the going concern period) which indicate that, taking account of severe but plausible downsides, the Company will have sufficient funds to meet its liabilities as they fall due for that period.

In order to settle its own financial obligations and meet the compliance requirements of its external borrowings the Company is dependent on the fellow group entities, Aster Communities, Synergy Housing Limited, Aster 3 Limited, East Boro Housing Trust Limited and Aster Group Limited generating sufficient cashflows to settle the payments of principal and interest on the onward loan of the funding which the Company raised. Those forecasts are dependent on the fellow group entities having adequate resources to continue in business over the going concern assessment period.

The directors, after reviewing the group and company budgets for 2023/24 and the group's medium term financial position as detailed in the 30-year business plan, including changes arising from the Covid-19 pandemic, are of the opinion that, taking account of severe but plausible downsides, the company will have sufficient funds to meet its liabilities as they fall due over the going concern period. In reaching this conclusion, the directors have considered the following factors:

- The property market – budget and business plan scenarios have taken account of delays in handovers, lower numbers of property sales, reductions in sales values and potential conversion of market sale to social homes;
- Maintenance costs – budget and business plan scenarios have been modelled to take account of cost increases and delays in
- Maintenance expenditure, with major works being phased into future years;
- Rent and service charge receivable – arrears and bad debts have been increased to allow for customer difficulties in making payments and
- Budget and business plan scenarios to take account of potential future reductions in rents;
- Liquidity – current available cash and unutilised loan facilities across the group of £313 million which gives significant headroom for committed expenditure and other forecast cash flows over the going concern assessment period;
- The Group's ability to withstand other adverse scenarios such as higher interest rates and increases in the number of void properties.

The directors believe the group has sufficient funding in place and expect the group to be in compliance with its debt covenants even in severe but plausible downside scenarios.

Consequently, the directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

#### Presentation

The company has elected not to produce a statement of cash flows, detailed disclosures of financial instruments, disclosure relating to key management compensation and related party transactions within the individual subsidiary financial statements in line with exemptions available within FRS 102.

# Aster Treasury Plc

## Notes to the Financial Statements

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### 3 Accounting policies

#### Interest receivable and payable

Interest is recognised on an accruals basis, using the effective interest rate method recognised in the Statement of Income and Retained Earnings over the life of the financial instrument.

#### Taxation

The company is liable to taxation on its profit on ordinary activities. Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the statement of financial position date.

#### Financial Instruments

Financial assets and liabilities are recognised when the company becomes a party to the contractual provisions of the financial instrument. The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and section 12 'Other Financial Instruments Issues' along with reduced disclosures under exemptions available.

##### *a) Financial assets*

i) Loans advanced to other members of the group are classified as loans and receivables under section 11 of FRS 102 'Basic Financial Instruments' and are held at amortised cost using the effective interest rate method to allocate cost of issue (including the discount on issue). The loans advanced are included as long term debtors on the company's statement of financial position.

ii) Accrued interest receivable on loans advanced to the other members of the group is also classified as loans and receivables and held at amortised cost with debtors due within one year.

##### *b) Financial liabilities*

i) Bonds, medium term notes and commercial paper are classified as other financial liabilities under section 11 of FRS 102 and held at amortised cost using the effective interest rate method to allocate costs of issue (including the discount on issue).

ii) Accrued interest payable on the external debt is classified as other financial liabilities and held at amortised cost.

### 4 Critical accounting judgements and estimation uncertainty

Preparation of the financial statements requires management to make significant judgements and estimates.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

There are no critical accounting judgements or estimations applied in the year which involve a higher degree of judgement or complexity.

# Aster Treasury Plc

## Notes to the Financial Statements (continued)

### 5 Operating profit

	2023 £000	2022 £000
<b>Operating profit is stated after charging/(crediting):</b>		
Auditor's remuneration (excluding irrecoverable VAT) In their capacity as auditor:		
Financial statements audit	11	7

Fees in respect of services provided by the auditor for the statutory audit were paid on behalf of the company by Aster Group Limited, the ultimate parent company.

### 6 Directors' emoluments and employee information

Aster Treasury Plc did not directly employ any members of the group executive board or the group executive management team during the year. No charge for their services was made via the group overheads recharge and none of the directors received any remuneration during the financial year in respect of their services as directors of the company.

The company did not employ any staff during the year.

The headcount and the employee cost disclosures are included in the financial statements of the companies that directly employ the staff and members of the group executive board and management team. Refer to the consolidated group financial statements for the full head count and staff cost for the group as a whole.

### 7 Finance income and expense

Under the terms of the bond loan agreements Aster Communities, Synergy Housing Limited, Aster 3 Limited, East Boro Housing Trust Limited and Aster Group Limited are required to reimburse the company for all expenditure incurred in respect of the bond.

	2023 £000	2022 £000
<b>Interest receivable and similar income</b>		
Interest receivable from other group companies	19,714	18,307
	<u>19,714</u>	<u>18,307</u>
<b>Interest payable and similar charges</b>		
Interest due on bond finance	(19,535)	(18,096)
Amortisation of issue costs	(179)	(211)
	<u>(19,714)</u>	<u>(18,307)</u>
<b>Net finance expense</b>	<u>-</u>	<u>-</u>

### 8 Tax on profit on ordinary activities

	2023 £000	2022 £000
<b>(a) Tax income / expense included in profit or loss</b>		
The tax (credit)/charge on the profit on ordinary activities was as follows:	-	-
<b>Current tax</b>		
UK corporation tax expense	-	-
Over/under provision in prior year	-	-
Total current tax	<u>-</u>	<u>-</u>

The tax assessed for the year is the same as the standard rate of corporation tax in the UK as explained below.

	2023 £000	2022 £000
<b>(b) Factors affecting tax charge/(credit) for the year</b>		
<b>Profit on ordinary activities before taxation</b>	<u>-</u>	<u>-</u>
Result before taxation multiplied by standard rate of Corporation Tax in the UK of 19% (2022: 19%)	<u>-</u>	<u>-</u>

In the 3 March 2021 Budget, it was announced that the UK tax rate will increase to 25% from 1 April 2023. This will increase the company's future current tax charge accordingly.

# Aster Treasury Plc

## Notes to the Financial Statements (continued)

### 9 Debtors

	2023 £000	2022 £000
<b>Debtors: amounts falling due after more than one year</b>		
Amounts owing by group undertakings	<u>634,759</u>	<u>583,069</u>
<b>Debtors: amounts falling due within one year</b>		
Amounts owing by group undertakings	-	-
Prepayments and accrued income	<u>5,710</u>	<u>5,079</u>
	<u>5,710</u>	<u>5,079</u>

Amounts owed by group undertakings represent transactions with companies within the group, with which the company has a long-term financing relationship. These financing relationships are expected to continue for the foreseeable future.

As the loans have been made to fellow group undertakings, which have sufficient net assets and facilities in place to meet their obligations to the company as they fall due, the directors consider the credit risk to be low and no provision is made against amounts due.

Amounts owed by group undertakings are carried at amortised cost and secured on certain housing property assets. The amounts are non-instalment debts.

### 10 Cash and cash equivalents

	2023 £000	2022 £000
Cash at bank and in hand	<u>27</u>	<u>26</u>

### 11 Creditors: amounts falling due within one year

	2023 £000	2022 £000
Accruals and deferred income	<u>5,706</u>	<u>5,077</u>
	<u>5,706</u>	<u>5,077</u>

### 12 Creditors: amounts falling due after more than one year

	2023 £000	2022 £000
External borrowings:		
Amounts owed to bond holders	410,000	360,000
Amounts owed to medium term note holders	200,000	200,000
Plus unamortised premium on issue	31,743	30,210
Less unamortised cost of issue	(4,436)	(4,499)
Less unamortised discount on issue	<u>(2,567)</u>	<u>(2,664)</u>
	<u>634,740</u>	<u>583,047</u>

#### Fixed rate secured bonds

On 18 December 2013, the company successfully issued £250 million guaranteed fixed rate secured bonds, secured on charged properties of which £50 million was retained. The bonds are denominated in Sterling and mature on 18 December 2043 at a fixed coupon rate at 4.5% payable half-yearly in arrears. The bonds are listed on the London Stock Exchange. The retained bonds, deferred from the original transaction, were later issued in the year ended 31 March 2015.

# Aster Treasury Plc

## Notes to the Financial Statements (continued)

### 12 Creditors: amounts falling due after more than one year (continued)

#### Fixed rate secured bonds (continued)

On 16 May 2018, the existing bond was tapped for £200 million 4.5% guaranteed fixed rate secure bonds of which £150 million was retained. The first £50 million nominal value was issued on 16 May 2018 with proceeds on-lent to Aster Communities. On the 18 November 2018 a further £20 million nominal value was issued with £10 million proceeds on-lent to Aster Communities and £10 million proceeds on-lent to Synergy Housing Limited. During the year ended 31 March 2019 the directors activated Aster Group Limited as a Borrower and re-allocated £23 million of the existing bond commitment from Aster Communities and Synergy Housing Limited to Aster Group Limited via Aster Treasury Plc.

On 8 May 2019 a further £20 million nominal value was issued with £20 million proceeds on-lent to Aster Group Limited. On 15 January 2020 a further £20 million nominal value was issued with £10 million proceeds on-lent to Aster Group and £10 million proceeds on-lent to Synergy Housing Limited. On 22 July 2022 a further £50 million nominal value of the guaranteed fixed rate secured bonds maturing on 18 December 2043 was issued, with £40 million proceeds on-lent to Aster Group Limited and £10 million proceeds on-lent to Synergy Housing Limited.

As at 31 March 2023, the company held £40 million of retained bonds available for issue.

#### Euro Medium Term Note (EMTN)

The company launched a £1 billion Guaranteed Secured Euro Medium Term Note (EMTN) Programme on 15 January 2021 and issued its first note under that programme on 27 January 2021. £250 million was issued with a maturity of 27 January 2036 at a fixed interest rate of 1.405%. £50 million was retained for future issue. £100 million was on-lent to Aster Communities, £50 million to Synergy Housing Limited, £40 million to Aster 3 Limited and £10 million to East Boro Housing Trust Limited, all fully owned subsidiaries of Aster Group Limited.

On 31 March 2023, the company held £50 million of retained medium term notes available for issue.

The amount raised from the issue of each tranche of debt is as follows:

Issue date:	Nominal value £000	Discount on issue £000	Premium on issue £000	Proceeds £000	Fixed rate	Effective rate*
<b>2043 Bonds</b>						
18 December 2013	200,000	(3,108)	-	196,892	4.5%	4.7%
31 October 2014	17,000	-	855	17,855	4.5%	4.3%
11 March 2015	33,000	-	4,522	37,522	4.5%	3.8%
16 May 2018	50,000	-	10,244	60,244	4.5%	3.4%
18 November 2018	20,000	-	3,647	23,647	4.5%	3.5%
08 May 2019	20,000	-	5,650	25,650	4.5%	2.9%
15 January 2020	20,000	-	8,568	28,568	4.5%	2.2%
22 July 2022	50,000	-	2,647	52,647	4.5%	4.2%
<b>2043 Bonds total</b>	<u>410,000</u>	<u>(3,108)</u>	<u>36,133</u>	<u>443,025</u>	<u>4.5%</u>	<u>4.1%</u>
<b>Medium Term Notes:</b>						
27 January 2021	200,000	-	-	200,000	1.4%	1.5%
	<u>200,000</u>	<u>-</u>	<u>-</u>	<u>200,000</u>	<u>1.4%</u>	<u>1.5%</u>
<b>Total</b>	<u><b>610,000</b></u>	<u><b>(3,108)</b></u>	<u><b>36,133</b></u>	<u><b>643,025</b></u>		

\* The effective interest rate includes the issue costs incurred.

Amounts due to external debt holders are secured on certain housing property assets owned by those group undertakings to which proceeds have been lent.

# Aster Treasury Plc

## Notes to the Financial Statements (continued)

### 13 Financial instruments

The company's financial instruments comprise borrowings and loans receivable. The sole purpose of these financial instruments is to finance the growth and development activities of the group.

The company does not actively engage in the trading of financial assets for speculative purposes. The main risk to the company arising from its financial instruments is credit risk, which is addressed on page 4 and in note 8.

The financial assets and liabilities have fixed interest rates, which result in interest receivable matching interest payable. As such the company has managed its interest rate risk (page 4). In addition, as the underlying instruments are denominated in sterling, they carry no foreign exchange risk. The company's finances are managed actively in conjunction with the activities of the group, to ensure that sufficient funds are available to meet liabilities as they fall due which, together with the credit facility and guarantees over certain assets of subsidiary undertakings, mitigate any liquidity risk that the company may face (page 4).

#### 13a Interest rate risk profile of financial assets and liabilities

The interest rate risk profile of the financial assets was as follows:

	<b>2023</b>	2022
	<b>£000</b>	£000
Fixed rate financial assets (dated subordinate loans)	<u><b>610,000</b></u>	<u>560,000</u>

	<b>2023</b>	<b>2023</b>	2022	2022
	<b>Weighted</b>	<b>Weighted</b>	Weighted	Weighted
	<b>average</b>	<b>average for</b>	average	average for
	<b>interest rate</b>	<b>which rate is</b>	interest rate	which rate is
	<b>%</b>	<b>fixed</b>	<b>%</b>	<b>fixed</b>
		<b>Years</b>		<b>Years</b>
At 31 March:				
Fixed rate 4.50% guaranteed fixed rate secured bonds	<b>4.50</b>	<b>20.70</b>	4.50	21.70
Guaranteed medium term notes	<u><b>1.41</b></u>	<u><b>12.84</b></u>	<u>1.41</u>	<u>13.84</u>

The interest rate risk profile of the financial liabilities was as follows:

	<b>2023</b>	2022
	<b>£000</b>	£000
Guaranteed fixed rate secured bonds	<b>410,000</b>	360,000
Guaranteed medium term notes	<u><b>200,000</b></u>	<u>200,000</u>
	<u><b>610,000</b></u>	<u>560,000</u>

	<b>2023</b>	<b>2023</b>	2022	2022
	<b>Weighted</b>	<b>Weighted</b>	Weighted	Weighted
	<b>average</b>	<b>average for</b>	average	average for
	<b>interest rate</b>	<b>which rate is</b>	interest rate	which rate is
	<b>%</b>	<b>fixed</b>	<b>%</b>	<b>fixed</b>
		<b>Years</b>		<b>Years</b>
At 31 March:				
Guaranteed fixed rate secured bonds	<b>4.50</b>	<b>20.70</b>	4.50	21.70
Guaranteed medium term notes	<u><b>1.41</b></u>	<u><b>12.84</b></u>	<u>1.41</u>	<u>13.84</u>

The fair value of debt is £645.7 million (2022: £757.9 million).

# Aster Treasury Plc

## Notes to the Financial Statements (continued)

### 13 Financial instruments (continued)

#### 13b Maturity analysis of financial liabilities

The maturity of funding is managed in conjunction with the profile of the entire group. The group's objective is to maintain a balance between continuity of funding and flexibility through the use of borrowings. The company's secured bonds mature in 20.7 years (2022: 21.7 years); and the guaranteed medium term notes mature in 12.8 years (2022: 13.8 years).

The maturity profile of the financial liabilities, based on the expected maturity date was as follows:

	2023 £000	2022 £000
0 -1 years	-	-
1 - 5 years	-	-
Over 5 years	<u>610,000</u>	<u>560,000</u>
	<u>610,000</u>	<u>560,000</u>

### 14 Called up share capital

	2023 £000	2022 £000
Ordinary shares allotted, issued and fully paid of £1 each	<u>50</u>	<u>50</u>

The 50,000 ordinary shares issued to Aster Group Limited, the ultimate parent company, are fully paid. The shares provide a right to vote at general meetings.

### 15 Related party transactions

The company receives management and other services from its holding company, Aster Group Limited, and interest relating to the on-lending of funds from other group members.

There were no other related party transactions during the year (2022: nil).

The company has taken advantage of the exemption allowed under FRS 102 Section 33 'Related Party Disclosures' not to disclose related party transactions within the group. This exemption is available providing the transactions are entered into between two or more members of a group, so long as any subsidiary which is party to the transaction is wholly owned.

### 16 Ultimate parent company

Aster Treasury Plc is a wholly owned subsidiary of Aster Group Limited, the ultimate parent entity and controlling party, and whose consolidated financial statements may be obtained from the following address:

The Company Secretary, Sarsen Court, Horton Avenue, Cannings Hill, Devizes, Wiltshire, SN10 2AZ.

Aster Group Limited is the only group entity to consolidate the association's financial statements.

### 17 Post balance sheet event

On 13 June 2023, Aster Treasury Plc issued £250 million under the Euro Medium Term Note (EMTN) Programme. The debt matures in December 2032.